

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
W.R. GRACE & CO., *et al.*,)
Debtors.) Case No. 01-1139 (JKF)
) Jointly Administered
) **Objection Date: June 3, 2004 @ 4:00 pm**
)
)

**TWELFTH INTERIM FEE APPLICATION OF L TERSIGNI CONSULTING P.C.,
FOR APPROVAL AND ALLOWANCE OF COMPENSATION FOR SERVICES
 RENDERED AND REIMBURSEMENT OF EXPENSES AS ACCOUNTANT AND
 FINANCIAL ADVISOR TO THE OFFICIAL COMMITTEE OF
 ASBESTOS PERSONAL INJURY CLAIMANTS OF W.R. GRACE & CO., *et al.*,
FOR THE PERIOD JANUARY 1, 2004 THROUGH MARCH 31, 2004**

Name of Applicant: L Tersigni Consulting P.C.

Authorized to Provide Professional Services to: The Official Committee of Asbestos Personal Injury Claimants

Date of retention: June 13, 2001, *nunc pro tunc*
to April 12, 2001

Period for which compensation and reimbursement is sought: January 1, 2004 through March 31, 2004

Amount of compensation sought as actual, reasonable and necessary: \$ 188,083.00

Amount of expense reimbursement sought as actual, reasonable and necessary: \$ 2,798.10

Total amount of holdback fees sought for applicable period: \$ 37,616.60

This is an: _____ monthly X interim _____ final application.

L Tersigni Consulting P.C.'s time and requested compensation in preparing this Application will appear on a subsequent application.

Monthly Interim Fee Applications for January 1, 2004 through March 31, 2004:

		Requested		Approved	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
3/9/04 D.I. 5242	January, 2004	\$63,494.80 (80% of \$79,368.50)	\$143.88	Pending	Pending
4/30/04 D.I. 5511	February, 2004	\$61,460.40 (80% of \$76,825.50)	\$2,530.27	Pending	Pending
4/30/04 D.I. 5512	March, 2004	\$25,511.20 (80% of \$31,889.00)	\$123.95	Pending	Pending

Interim Fee Applications:

		Requested		Approved	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
9/21/01 (First Interim)	4/12/01 through 7/31/01	\$16,986.25	\$1,037.07	\$16,986.25	\$1,037.07
1/10/02 (Second Interim)	8/01/01 through 9/30/01	\$35,868.25	\$2,595.54	\$35,868.25	\$2,595.54
1/31/02 (Third Interim)	10/01/01 through 12/31/01	\$46,931.25	\$2,345.75	\$46,931.25	\$2,345.75
6/3/02 (Fourth Interim)	1/1/02 through 3/31/02	\$54,340.50	\$1,239.44	\$54,128.00	\$1,239.44
8/9/02 (Fifth Interim)	4/1/02 through 6/30/02	\$117,542.50	\$955.19	\$117,542.50	\$955.19
11/14/02 (Sixth Interim)	7/1/02 through 9/30/02	\$390,222.50	\$3,456.84	\$390,222.50	\$3,456.84
2/10/03 (Seventh Interim)	10/1/03 through 12/31/02	\$85,998.25	\$425.03	\$85,998.25	\$425.03
8/15/03 (Eighth Interim)	1/1/03 through 3/31/03	\$48,699.00	\$1,281.83	\$48,699.00	\$1,281.83
8/13/03 (Ninth Interim)	4/1/03 through 6/30/03	\$188,083.00	\$2,798.10	Pending	Pending
11/12/03 (Tenth Interim)	10/1/03 through 12/31/03	\$275,937.00	\$2,798.10	Pending	Pending
2/13/04 (Eleventh Interim)	10/1/03 through 12/31/03	\$188,083.00	\$2,798.10	Pending	Pending

**SUMMARY OF COMPENSABLE TIME OF ACCOUNTANTS
AND FINANCIAL ADVISORS FOR BILLING PERIOD
JANUARY 1, 2004 TO MARCH 31, 2004**

Name, Position, Years of Experience		Hourly Rate	Amount of Fee
Loreto T. Tersigni, Managing Director, 30+ years	34.4	\$500	\$17,200.00
James Sinclair, Managing Director	81.7	\$475	\$38,807.50
Bradley Rapp, Managing Director	40	\$475	\$19,000.00
Michael Berkin, Managing Director, 12+ years	44.3	\$475	\$21,042.50
Peter Rubsam, Director	20.7	\$365	\$7,555.50
Robert Matthews, Managing Director	5.9	\$475	\$2,802.50
Christopher Curti, Director	2.	\$365	\$730.00
Aaron Prills, Manager	161.1	\$275	\$44,302.50
Cheryl Wright, Senior Consultant	149.5	\$205	\$30,647.50
Elizabeth Tersigni, Senior Consultant	0	\$205	\$0.00
Dottie-Jo Collins, Manager, 20+ years	21.8	\$275	\$5,995.00
Total/average	561.4		\$188,083.00

COMPENSATION SUMMARY BY PROJECT CATEGORY

Project Category	Total Hours for the Period 1/1/04 through 3/31/04	Total Fees for the Period 1/1/04 through 3/31/04
Asset Disposition	0	\$0.00
Business Analysis	184.2	\$63,945.00
Committee Matters and Creditor Meetings	30.7	\$14,790.00
Corporate Finance	0	\$0.00
Data Analysis	37.7	\$10,547.50

Fee Applications, Applicant	22.4	\$6,295.00
Employee Benefits/ Pension	4.	\$1,900.00
Valuation	265.9	\$83,660.50
Litigation	0	\$0.00
Plan of Reorganization	0	\$0.00
Non-Working Travel	16.5	\$6,945.00
TOTAL	561.4	\$188,083.00

EXPENSE SUMMARY

Expense Category	Provider, if applicable	Total Expenses For the Period January 1, 2004 through March 31, 2004
Long Distance Telephone		\$168.07
Xerox (\$0.10 per page)		\$215.70
Overnight Delivery	Federal Express	\$0.00
Facsimile		\$2.00
Research		\$37.94
Postage		\$0.00
Travel		\$2,374.39
TOTAL:		\$2,798.10

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RENDERED AND REIMBURSEMENT OF EXPENSES AS ACCOUNTANT AND
FINANCIAL ADVISOR TO THE OFFICIAL COMMITTEE OF
ASBESTOS PERSONAL INJURY CLAIMANTS
FOR THE PERIOD JANUARY 1, 2004 THROUGH MARCH 31, 2004**

Pursuant to 11 U.S.C. §§ 330 and 331, Rule 2016 of the Federal Rules of Bankruptcy Procedure, and the Administrative Order Under 11 U.S.C. §§105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Committee Members (the "Administrative Order"), the consulting firm of L Tersigni Consulting P.C. hereby submits this Twelfth interim application ("Twelfth Interim Application") for compensation for professional services rendered as accountant and financial advisor to the Official Committee of Asbestos Personal Injury Claimants (the "P.I. Committee") of the Debtor, W.R. Grace & Co., *et al.* (the "Debtors"), in an amount of \$188,083.00 together with reimbursement of L Tersigni Consulting P.C.'s actual and necessary expenses incurred in the amount of \$2,798.10 for the period commencing January 1, 2004 through and including March 31, 2004 (the "Period"). In support of this Twelfth Interim Application, L Tersigni Consulting P.C. respectfully represents as follows:

I. JURISDICTION

1. This Court has subject matter jurisdiction pursuant to 28 U.S.C. §1334.

II. BACKGROUND

2. On April 2, 2001 (the "Petition Date"), the Debtors filed voluntary petitions for relief under Chapter 11 under Title 11 of the United States Code (the "Bankruptcy Code").

3. From the Petition Date through the date of this Twelfth Interim Application, the Debtors have continued to operate their businesses and manage their properties as debtors-in-possession, pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

4. On April 12, 2001, the Office of the United States Trustee appointed the P.I. Committee pursuant to section 1102 of the Bankruptcy Code.

5. On May 4, 2001, 2001 the P.I. Committee filed and served its Application of the Official Committee of Asbestos Personal Injury Claimants to Retain and Employ L Tersigni Consulting P.C. (the "Retention Application"). Through the Retention Application, the P.I. Committee sought authorization to employ L Tersigni Consulting P.C. as accountant and financial advisor, effective as of April 12, 2001. On June 13, 2001, the Court entered the Order of Court Pursuant to 11 U.S.C. § 327(a) and Fed. R. Bank. P. 2014(a), 2016 and 5002, Authorizing the Employment and Retention of L Tersigni Consulting P.C. as Accountant and Financial Advisor to the Official Committee of Asbestos Personal Injury Claimants, *nunc pro tunc* to April 12, 2001.

III. RELIEF REQUESTED

6. Through this Twelfth Interim Application, L Tersigni Consulting P.C. seeks allowance and payment of \$188,083.00 in fees for services rendered during the Period and reimbursement of \$2,798.10 for reasonable and necessary expenses incurred during the Period. Thus, L Tersigni Consulting P.C. seeks allowance and payment in the total amount of \$190,881.10.

7. L Tersigni Consulting P.C. have received no payment and no promises for payment from any source for services rendered during the Period in connection with the case. There exists no agreement or understanding between L Tersigni Consulting P.C. and any other person for the sharing of any compensation to be received for services rendered by L Tersigni Consulting P.C. in the case.

8. All services for which compensation is requested by L Tersigni Consulting P.C. pursuant to this Application were performed for or on behalf of the P.I. Committee in this case.

9. This is L Tersigni Consulting P.C.'s Twelfth Interim Application.

IV. SUMMARY OF SERVICES RENDERED

10. L Tersigni Consulting P.C. has maintained detailed records of the time spent as accountant and financial advisor for the P.I. Committee during the Period. Attached hereto as Exhibit A and incorporated herein by reference are true and correct copies of the monthly summaries prepared for the services rendered in this case by L Tersigni Consulting P.C. (the "Summaries") during the Period. The Summaries are in the same form regularly used by L Tersigni Consulting P.C. to bill its clients for services rendered and include the date that the services were rendered, a detailed, contemporaneous narrative description of the services, the amount of time spent for each service and the designation of the professional who performed the service.

11. As set forth on Exhibit A, L Tersigni Consulting P.C. rendered 561.4 hours of professional services during the Period, resulting in fees totaling \$188,083.00 and associated reasonable and necessary expenses totaling \$2,798.10.

12. As set forth on Exhibit A and as set forth below are the rates for the expenses incurred by L Tersigni Consulting P.C. for which reimbursement is requested pursuant to this Application, as well as the basis for such rates for the identified expense items:

- a) Copy charges: L Tersigni Consulting P.C. charges 10 cents per page for copies and such charge is based on an analysis of the cost to L Tersigni Consulting P.C. to make a copy;
- b) Computer research charges: L Tersigni Consulting P.C. passes through on an exact cost basis all computer-assisted research charges; and
- c) Out-going facsimile charges: L Tersigni Consulting P.C. charges \$0.50 for each page. These charges are based on an analysis of the cost to L Tersigni Consulting P.C. to send facsimile transmissions. L Tersigni Consulting P.C. do not pass through to its client's expenses or charges related to incoming facsimile transmissions.

13. As set forth on Exhibit A and incorporated herein by reference is a summary by category of the expenses incurred by L Tersigni Consulting P.C. Further supporting documentation is available upon request.

14. The general areas in which L Tersigni Consulting has rendered professional services to the P.I. Committee during the Period in the Case may be broadly categorized as follows:

- a) Preparing on behalf of the P.I. Committee necessary financial analysis, valuation of enterprise value and operating forecasts;
- b) Monitoring the Debtors' actual operating performance and financial condition; and
- c) Performing consulting services for the P.I. Committee necessary and proper in these proceedings

15. The generality of the foregoing description is amplified on a day-to-day basis by Exhibit A.

16. On May 3, 2001, the Court entered the Administrative Order, which set forth a procedure for compensating professionals on an interim basis. In accordance with the Administrative Order, a Notice of Twelfth Interim Application will be filed and served on all parties requesting notice under Bankruptcy Rule 2002 and the Twelfth Interim Application will be served on the parties specified in the Administrative Order.

V. ALLOWANCE OF COMPENSATION

17. L Tersigni Consulting P.C. has necessarily and properly expended 561.4 hours of services in performance of its duties as accountant and financial advisor to the P.I. Committee. Pursuant to the Administrative Order, L Tersigni Consulting P.C. respectfully requests the approval and allowance of compensation rendered to the P.I. Committee for professional services in the amount of \$188,083.00. L Tersigni Consulting P.C. has also necessarily incurred expenses in the amount of \$2,798.10 in the performance of its duties to the P.I. Committee during the Period. L Tersigni Consulting P.C. respectfully requests the approval and allowance of expenses in the amount of \$2,798.10.

WHEREFORE, L Tersigni respectfully requests that the Court enter an order approving and allowing this Twelfth Interim Application and directing payment of \$188,083.00 in fees and Reimbursement of \$2,798.10 in expenses (to the extent not already paid pursuant to the Administrative Order), and for such other and further relief as the Court deems just and proper.

L TERSIGNI CONSULTING P.C.

/s/ Loreto T. Tersigni

Loreto T. Tersigni
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Accountant and Financial Advisor for the
Official Committee of Asbestos Personal Injury
Claimants

Dated: May 14, 2004